

RECORDATION NO. 9817-F FILEDTermination of Lease

JAN 27 '99

9-05AM

The undersigned, being the parties to the October 1, 1978 Lease of Railroad Equipment, as amended (the "Lease"), which was filed with the Interstate Commerce Commission (predecessor to the Surface Transportation Board) under Recordation No. 9817-B, acknowledge and agree that the Lease has been terminated.

January 13, 1999

STATE STREET BANK AND TRUST COMPANY OF
CONNECTICUT, NATIONAL ASSOCIATION,
ACTING NOT IN ITS INDIVIDUAL CAPACITY BUT
SOLELY AS TRUSTEE UNDER A TRUST
AGREEMENT DATED OCTOBER 1, 1978

By: Laura S. CauleyTitle: ASSISTANT Vice President

State of Massachusetts)
County of Suffolk) ss

On this 13th day of January, 1999, before me personally appeared LAURA S. CAULEY, to me personally known, who, by me being duly sworn, says that she is the ASSISTANT Vice President of State Street Bank and Trust Co that the foregoing instrument was signed on behalf of such corporation by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

[Seal]

Rose Marie Mogauro
Notary Public

my commission expires: _____

ROSE MARIE MOGAURO
Notary Public
My Commission Expires January 14, 2005

MAINE CENTRAL RAILROAD COMPANY

By: Michael A. Holmes

Title: SENIOR VICE PRESIDENT

State of MASSACHUSETTS)
County of MIDDLESEX) ss

On this 28th day of December, 1998, before me personally appeared MICHAEL A. HOLMES, to me personally known, who, by me being duly sworn, says that he is the SENIOR VICE PRESIDENT of Maine Central Railroad Corporation, that the foregoing instrument was signed on behalf of such corporation by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

[Seal]


Notary Public

my commission expires: 7/6/2001